

<b>General information about company</b>	
Scrip code	543214
NSE Symbol	NDRAUTO
MSEI Symbol	NOTLISTED
ISIN	INE07OG01012
Name of the entity	NDR Auto Components Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson																									
Whether Chairperson is related to MD or CEO																									
Disqualification of Directors under section 164 of the Companies Act, 2013																									
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	SANJIV KAPUR	AHFPK2869R	00755441	Non-Executive - Non Independent Director	Chairperson		01-06-1959	No				Active	NA		23-10-2020				1	0	1	1		
2	Mr	ROHIT RELAN	AAEPR4255Q	00257572	Non-Executive - Non Independent Director	Not Applicable		02-07-1955	No				Active	NA		23-10-2020				2	0	1	0		
3	Mrs	SHYAMLA KHERA	AEYPK3895D	06929439	Non-Executive - Independent Director	Not Applicable		03-10-1955	No				Active	NA		23-10-2020	23-10-2020		32.08	2	2	4	2		
4	Mrs	DEEPA GOPALAN WADHWA	AAIPW9627M	07862942	Non-Executive - Independent Director	Not Applicable		28-11-1955	No				Active	NA		30-11-2020	30-11-2020		31.01	6	6	8	1		

I. Composition of Board of Directors																									
Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson																									
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mrs	VANITA CHHABRA	AAIPC1774D	02161276	Non-Executive - Independent Director	Not Applicable		07-08-1957	No				Active	NA		30-11-2020	30-11-2020		31.01	1	1	1	0		
6	Mr	RISHABH RELAN	AIXPR1116R	07726444	Non-Executive - Non Independent Director	Not Applicable		16-12-1990	No				Active	NA		23-10-2020				2	0	1	0		
7	Mr	PRANAV RELAN	AIXPR1085M	07177944	Executive Director	Not Applicable		09-06-1992	No				Active	NA		23-10-2020				2	0	0	0		
8	Mr	AYUSH RELAN	AIXPR1086J	07716326	Executive Director	Not Applicable		09-06-1992	No				Active	NA		23-10-2020				1	0	0	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	RAJAT BHANDARI	AAHPB8811D	02154950	Executive Director	Not Applicable		16-02-1964	No				Active	NA		30-11-2020				1	0	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06929439	SHYAMLAKHERA	Non-Executive - Independent Director	Chairperson	23-10-2020		
2	02161276	VANITACHHABRA	Non-Executive - Independent Director	Member	30-11-2020		
3	00257572	ROHITRELAN	Non-Executive - Non Independent Director	Member	23-10-2020		
4	07862942	DEEPA GOPALAN WADHWA	Non-Executive - Independent Director	Member	11-02-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06929439	SHYAMLA KHERA	Non-Executive - Independent Director	Chairperson	23-10-2020		
2	00755441	SANJIV KAPUR	Non-Executive - Non Independent Director	Member	23-10-2020		
3	02161276	VANITA CHHABRA	Non-Executive - Independent Director	Member	30-11-2020		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00755441	SANJIV KAPUR	Non-Executive - Non Independent Director	Chairperson	27-10-2020		
2	06929439	SHYAMLA KHERA	Non-Executive - Independent Director	Member	27-10-2020		
3	07862942	DEEPA GOPALAN WADHWA	Non-Executive - Independent Director	Member	11-02-2021		
4	07726444	RISHABH RELAN	Non-Executive - Non Independent Director	Member	27-10-2020		

<b>Risk Management Committee</b>							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	
1	27-01-2023				Yes	9	9	3
2		29-05-2023	121		Yes	9	9	3

<b>Text Block</b>	
Textual Information(1)	<p>The disclosure was made to Stock Exchanges on May 16, 2023 about the date of Board Meeting initially scheduled on May 23, 2023.</p> <p>Due to Search &amp; Seizure operation by Income Tax Department from May 19, 2023 to May 22, 2023, the date of board and committee meetings were postponed from May 23, 2023 to May 29, 2023.</p>

Annexure 1										
IV. Meeting of Committees										
Sr	Name of Committee	Disclosure of notes on meeting of committees explanatory					Textual Information(1)	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
		Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting			
1	Audit Committee	27-01-2023				Yes	4	4	3	0
2	Stakeholders Relationship Committee	27-01-2023				Yes	4	4	2	0
3	Nomination and remuneration committee	27-01-2023				Yes	3	3	2	0
4	Audit Committee	29-05-2023	121			Yes	4	4	3	0
5	Stakeholders Relationship Committee	29-05-2023				Yes	4	4	2	0
6	Nomination and remuneration committee	29-05-2023				Yes	3	3	2	0

<b>Text Block</b>	
Textual Information(1)	<p>The disclosure was made to Stock Exchanges on May 16, 2023 about the date of Board Meeting initially scheduled on May 23, 2023.</p> <p>Due to Search &amp; Seizure operation by Income Tax Department from May 19, 2023 to May 22, 2023, the date of board and committee meetings were postponed from May 23, 2023 to May 29, 2023.</p>

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
	Disclosure of notes on related party transactions		

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	No
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)



<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Rajat Bhandari
2	Designation	Company Secretary and Compliance Officer

<b>Text Block</b>	
Textual Information(1)	<p>Clarification to point no. 7:</p> <p>The disclosure was made to Stock Exchanges on May 16, 2023 about the date of Board Meeting initially scheduled on May 23, 2023.</p> <p>Due to Search &amp; Seizure operation by Income Tax Department from May 19, 2023 to May 22, 2023, the date of board and committee meetings were postponed from May 23, 2023 to May 29, 2023.</p> <p>Clarification to point no. 8:</p> <p>Not applicable- non-applicability of filing Corporate Governance report under regulation 27 of SEBI (LODR), 2015.</p>

<b>Signatory Details</b>	
Name of signatory	Rajat Bhandari
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	20-07-2023

